

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
W.R. GRACE & CO., et al.) Case No. 01-01139 (JKF)
) (Jointly Administered)
Debtors.)

**RESPONSE OF THE STATE OF OHIO, ON BEHALF OF
THE OHIO ENVIRONMENTAL PROTECTION AGENCY,
TO DEBTORS' FIFTH OMNIBUS OBJECTION TO CLAIM NO. 9557**

The State of Ohio (State), on behalf of the Ohio Environmental Protection Agency, files this response regarding the objection Debtor W.R. Grace & Co. – Conn. (Case No. 01-01140) has made to the State's claim (Claim No. 9557). As set forth in Attachment A, attached and filed in support of the State's claim, Debtor continues to have environmental liability under Section 107 of the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) and Ohio Revised Code (R.C.) Chapters 3734, 3745, and 6111 at Debtor's formally owned facility located at 3355 East Fifth Avenue, Franklin County, Ohio (Facility). Thus, Debtor's objections to the State's claim are unfounded.

Debtor, which owned and operated the Facility from at least 1954 until at least 1987, caused contamination at and from the Facility by disposing hazardous substances, as defined by Section 101(14) of CERCLA, and discharging industrial wastes and/or other wastes, as defined by R.C. 6111.01 (C) and (D), into a local surface water, Turkey

Run. The fact that Debtor may have sold the Facility in 1987 with indemnification to purchaser does relieve Debtor of its environmental liability to the State under CERCLA, R.C. Chapter 3734 (Ohio's solid and hazardous waste statute), and R.C. Chapter 6111 (Ohio's water pollution statute). Debtor remains liable to the State for the imposition of injunctive relief and reimbursement of State response costs. Finally, the State did assert in Attachment A to its claim that, to the extent Debtor's injunctive liability was determined to be a claim, the claim was contingent and undetermined.

Respectfully submitted,

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ATTORNEY GENERAL OF OHIO

/s/ Timothy J. Kern
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CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true copy of the foregoing Response of the State of Ohio to Debtor's Fifth Omnibus Objection to Claim No. 9557 has been served by overnight mail to the persons listed below and to those persons served by electronic mail this 3rd day of June, 2004.

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